

KUTAK ROCK LLP  
1010 Grand Blvd., Suite 500  
Kansas City, MO 64106  
(816) 502-4617  
Jay Selanders (2483)  
Attorneys for Chrysler LLC

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re:	:
	:
DELPHI CORPORATION, et al.,	:
	:
Debtors.	:
-----X	

Chapter 11  
Case no. 05-44481-RDD

**OBJECTION OF CHRYSLER LLC TO ASSUMPTION AND/OR ASSIGNMENT OF  
CONTRACTS IN CONNECTION WITH THE SALE OF DEBTOR'S CATALYST  
BUSINESS**

Chrysler LLC, formerly DaimlerChrysler Corporation ("Chrysler"), through its undersigned attorneys, objects to the Debtor's Assumption and/or Assignment of that certain Noble Metal Stock Account Agreement purportedly between Chrysler and Delphi Automotive Systems LLC ("Delphi"), and states as follows:

1. Chrysler is a customer of Delphi pursuant to numerous purchase orders and contracts. Delphi provides automotive parts and components to Chrysler thereunder, including Catalytic Units.
2. As part of the sale of its catalytic business, Delphi seeks to assume and/or assign numerous executory contracts as set forth in its Notice of Assumption and/or Assignment of Executory contracts dated August 1, 2007, including a "Noble Metal Stock Account Agreement between DaimlerChrysler Corporation and Delphi Automotive Systems LLC" (the "Noble Metal Agreement").

3. A draft of the Noble Metal Agreement was originally submitted by Delphi to Chrysler, but has never been agreed to by Chrysler nor has it been executed by either party.

4. While Chrysler and Delphi have continued to conduct business with regard to the catalyst business and the precious metals required thereby, it has not been in accordance with the terms of the unsigned Noble Metals Agreement. Rather, the parties have conducted themselves generally in accordance with Chrysler guidelines, policies, and procedures.

5. Given that the Noble Metals Agreement is unsigned by either party, does not set forth the actual terms of the relationship between the parties, and neither party is conducting themselves in accordance with its terms, it is not an executory contract subject to assumption and/or assignment as set forth in the Debtor's motion.

Chrysler objects to the assumption and/or assignment of the Noble Metals Agreement and respectfully requests that the Court deny the relief requested by the Debtor as to the Nobel Metals Agreement.

Respectfully submitted,

KUTAK ROCK LLP

/s/ Jay Selanders

Jay Selanders  
1010 Grand Blvd., Suite 500  
Kansas City MO 64106-2220

Counsel to Chrysler LLC

Dated: August 13, 2007

Certificate of Service

I hereby certify that on the 13th day of August, 2007, I filed the above pleading electronically with the United States Bankruptcy Court for the Southern District of New York, which will be sent by operation of the Court's electronic filing system to all parties indicated on the electronic filing receipt. Parties may access this filing through the Court's electronic filing system. The parties on the Service List below were served at the addresses set forth herein as indicated by first class U.S. mail.

/s/ Jay N. Selanders

SERVICE LIST

Via First Class Mail

Delphi Corporation Attn: General Counsel 5725 Delphi Drive Troy, Michigan 48098	Skadden, Arps, Slate, Meagher & Flom Attn: John Win. Butler, Jr. 333 West Wacker Drive Suite 2100 Chicago, Illinois 60606
Simpson Thatcher & Bartlett LLP Attn: Kenneth S. Ziman 425 Lexington Avenue New York, New York 10017	Davis Polk & Wardel Attn: Donald Bernstein and Brian Resnick 450 Lexington Avenue New York, New York 10017
Latham & Watkins LLP Attn: Robert S. Rosenberg and Mark A. Broude 885 Third Avenue New York, New York 10022	Fried, Frank, Harris, Shriver & Jacobson LLP Attn: Bonnie Steingart One New York Plaza New York, New York 10004
Offices of the US Trustee for the Southern District of New York Attn: Alicia M. Leonhard 33 Whitehall Street, Suite 2100 New York, New York 10004	